

RECORDATION NO. 25797-E FILED

APR 11 11 -2 53 PM

SURFACE TRANSPORTATION BOARD



VIA UPS 2<sup>nd</sup> DAY AIR

April 8, 2011

## FIRST UNION RAIL

One O'Hare Centre  
6250 River Road, Suite 5000  
Rosemont, IL 60018-4214

Chief, Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E Street, S.W., Suite 100  
Washington, DC 20423-0001  
Re: Documents for Rail Recordation

**Re: Memorandum of Lease Agreement**

Dear Section Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) originals and one (1) copy of a Memorandum of Lease Agreement dated March 23, 2011, a secondary document as defined in the Board's Rules for the Recordation of Documents. The enclosed document relates to the Lease Agreement which was duly filed with the Surface Transportation Board under primary Recordation Number 25797.

The names and addresses of the parties to the enclosed document are:

Lessor:	First Union Rail Corporation One O'Hare Centre 6250 N River Road, Suite 5000 Rosemont, IL 60018	Lessee:	Heritage Plastics, Inc. 1002 Hunt Street Picayune, MS 39466
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A description of the railroad equipment covered by the enclosed document is for forty (40) hopper cars having FURX, NDYX and RUSX marks (see Exhibit A for car numbers).

A short summary of the document to appear in the index follows: **Memorandum of Lease**

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee. Kindly return one (1) stamped original of the enclosed document to the undersigned along with the additional copies.

If you have any questions regarding the above-referenced matter, please contact me at (847) 384-5397. Thank you for your cooperation in this matter.

Sincerely,

Marcia Dunne  
Senior Rail Documentation Specialist

Enclosures

(HEPL007)

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ASSGN. NO.: HEPL007

MEMORANDUM OF LEASE

SURFACE TRANSPORTATION BOARD *id*

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 23 day of March, 2011, by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and HERITAGE PLASTICS, INC. ("Lessee"), a Mississippi corporation.

WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement (the "Lease"), dated as of June 16, 2005, whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No. 7 to the Lease (the "Rider"), as described in more particular on Exhibit A attached hereto, effective as of February 18, 2011, and subject to the terms, conditions and provisions of the above-mentioned Lease and Rider.

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum to be duly executed under seal by their respective officers duly authorized as of the date and year first above written.

LESSOR:

FIRST UNION RAIL CORPORATION

By: Richard F. Seymour

Name: RICHARD F. SEYMOUR  
VICE PRESIDENT SALES & Mktg. (11110)

Title: \_\_\_\_\_

ATTEST:

By: Susan Grokulska  
Name: SUSAN GROKULSKY  
Assistant Director  
Title: OF DOCUMENTATION

Executed on this 23<sup>rd</sup> day of March, 2011.

[CORPORATE SEAL]

STATE OF ILLINOIS

COUNTY OF COOK

I, GEORGIA FREIBURGER a Notary Public of the County and State aforesaid, certify that RICHARD F. SEYMOUR personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 23<sup>rd</sup> day of March, 2011.

Georgia Freiburger  
Notary Public

My Commission Expires:  
6-2012  
(Notary Public)



**LESSEE:**

HERITAGE PLASTICS, INC.

**ATTEST:**

By: [Signature]

Name: Shane L. Nicholson

Title: Director of Procurement

By: David Spence

Name: David Spence

Title: Inventory Control Clerk

Executed on this 13<sup>th</sup> day of March, 2011.

[CORPORATE SEAL]

STATE OF Mississippi

COUNTY OF Pearl River

I, Karen Hall, a Notary Public of the County and State aforesaid, certify that Shane Nicholson personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 13<sup>th</sup> day of March, 2011.



[Signature]  
Notary Public

Commission Expires:

January 21, 2013  
(Notary Public)

**EXHIBIT A**  
**to**  
**MEMORANDUM OF LEASE**

NUMBER OF CARS:           Forty (40)

DESCRIPTION OF CARS:    Covered hopper cars.

CAR NUMBERS:

FURX 877003	FURX 878109
FURX 877018	FURX 878113
FURX 877020	FURX 878119
FURX 877029	FURX 878121
FURX 877044	FURX 878129
FURX 877050	NDYX 877114
FURX 877054	NDYX 877135
FURX 877065	NDYX 877189
FURX 877082	NDYX 878005
FURX 877083	NDYX 878046
FURX 877093	NDYX 878049
FURX 877100	NDYX 878052
FURX 877115	NDYX 878060
FURX 877124	NDYX 878066
FURX 877131	NDYX 878071
FURX 877152	RUSX 009021
FURX 877157	RUSX 009049
FURX 877162	RUSX 009053
FURX 878100	RUSX 009140
FURX 878101	RUSX 009167